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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904) 922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305) 599-0839

ACCT#: 071001002335

FAX #: (305) 716-0346

NAME: J & J ALLIED INTERNATIONAL, INC.

AUDIT NUMBER.....H97000002469

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

PAGES..... 4

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

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ARTICLES OF INCORPORATION
J & J Allied International, Inc.

THE UNDERSIGNED, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA GENERAL CORPORATION ACT, DO HEREBY ADOPT THE FOLLOWING ARTICLES OF INCORPORATION:

ARTICLE ONE

THE NAME OF THE CORPORATION J&J Allied International, Inc.
ARTICLE TWO

THE DURATION OF THE CORPORATION IS PERPETUAL

ARTICLE THREE

THE GENERAL PURPOSE FOR WHICH THE CORPORATION IS ORGANIZED ARE:

1. TO ENGAGE IN THE BUSINESS OF ANY AND ALL LAWFUL BUSINESS CONNECTED WITH Wholesale Merchandising

2. TO TRANSACT ANY OTHER LAWFUL BUSINESS FOR WHICH CORPORATIONS MAY BE INCORPORATED UNDER THE FLORIDA GENERAL CORPORATION ACT, AND ENGAGE IN ANY OTHER TRADE OR BUSINESS WHICH CAN BE ADVANTAGEOUSLY CARRIED ON IN CONNECTION WITH AUXILIARY TO THE FOREGOING BUSINESS.

3. TO DO SUCH THINGS AS ARE INCIDENTAL TO THE FOREGOING OR NECESSARY OR DESIRABLE IN ORDER TO ACCOMPLISH THE FOREGOING.

ARTICLE FOUR

THE AGGREGATE NUMBER OF SHARES WHICH THE CORPORATION IS AUTHORIZED TO ISSUE IS 100 SHARES. SUCH SHARES SHALL BE OF A SINGLE CLASS, AND SHALL HAVE A PAR VALUE OF \$1.00

Prepared by:
Brito & Brito Accounting Inc.
407 Lincoln Rd. #5B
Miami Beach, Fl 33139
(305) 534-9292

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ARTICLE FIVE

THE STREET ADDRESS OF THE INITIAL REGISTERED AND THE PRINCIPLE OFFICE THE CORPORATION IS : **GEORGE BRITO, 407 LINCOLN. RD SUITE 5-B MIAMI BEACH, FL 33139** AND THE NAME OF INITIAL REGISTERED AGENT AT SUCH ADDRESS IS: **GEORGE BRITO**

ARTICLE SIX

THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION IS **Two (2)** THE NAME AND ADDRESS OF EACH PERSON WHO IS TO SERVE AS A MEMBER OF THE INITIAL BOARD OF DIRECTORS IS:

PRESIDENT Jorge Ratti P.O. Box 403023 Miami Beach Fl 33140
SECRETARY Joaquim Fernandes
TREASURE
VICE PRESIDENT

ARTICLE SEVEN

THE NAME AND ADDRESS OF THE INCORPORATOR IS AS FOLLOWS:
WITNESS WHERE OF, THE UNDERSIGNED HAS MADE AND SUBSCRIBED
THESE ARTICLES OF INCORPORATION AT MIAMI, FLORIDA THIS 10
DAY OF February 1997



INCORPORATOR
Jorge Ratti

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE
ACKNOWLEDGMENTS IN THE STATE AND COUNTY SET FORTH ABOVE,
PERSONALLY APPEARED **Jorge Ratti** KNOWN TO BE AND KNOWN BY ME
TO BE THE PERSON WHO EXECUTED THE FOREGOING ARTICLES OF
INCORPORATION, AND HE/SHE ACKNOWLEDGED BEFORE ME THAT HE/SHE
EXECUTED THOSE ARTICLES OF INCORPORATION.

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IN EYEWITNESS WHEREOF, I HAVE SET HAND SEAL IN THE STATE AND
COUNTY ABOVE, ON 10th DAY OF February, 1997.

NOTARY PUBLIC
STATE OF FLORIDA
COMMISSION EXPIRES

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
NAMED CORPORATION, AT THE PLACE DESIGNATED IN THESE ARTICLES, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO
COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE
PROPER PERFORMANCE OF MY DUTIES.



REGISTERED AGENT
GEORGE BRITO

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TALLAHASSEE, FLORIDA

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NO. 302 003

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**STATE OF FLORIDA
COUNTY OF DADE**

**BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE
ACKNOWLEDGMENT IN THE STATE AND COUNTY SET FORTH ABOVE,
PERSONALLY APPEARED GEORGE BRITO, KNOWN TO BE AND KNOWN BY
ME TO EXECUTED THE FOREGOING ACCEPTANCE BY REGISTERED AGENT,
AND HE ACKNOWLEDGED BEFORE ME THAT ACCEPTANCE ON 10th DAY OF
February, 1997**

**Prepared by
Brito & Brito Accounting Inc.
407 Lincoln Rd # 5B
Miami Beach Fl 33139**

**NOTARY PUBLIC
STATE OF FLORIDA
COMMISSION EXPIRES**

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